

UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF PENNSYLVANIA

In re VICURON PHARMACEUTICALS, INC.)	Civ. Action No. 04-CV-2627
SECURITIES LITIGATION)	
_____)	DECLARATION OF
)	STACEY A. LARA IN SUPPORT OF
)	DEFENDANTS' MEMORANDUM
This Document Relates To:)	OF LAW IN OPPOSITION TO
ALL ACTIONS)	LEAD PLAINTIFFS' MOTION
_____)	FOR CLASS CERTIFICATION

DECLARATION OF STACEY A. LARA

Pursuant to 28 U.S.C. § 1746, Stacey A. Lara declares as follows:

1. I am associated with Cadwalader, Wickersham & Taft LLP, counsel for defendant Vicuron Pharmaceuticals, Inc. ("Vicuron"). I am admitted pro hac vice to this Court in this action and am a member in good standing of the Bar of the State of New York. I submit this declaration in support of Defendants' opposition to the motion for class certification of plaintiffs Greater Pennsylvania Carpenters Pension Fund, Massachusetts State Guaranteed Annuity Fund, and Massachusetts State Carpenters Pension Fund (collectively, the proposed "Class Representatives"). Specifically, I submit this declaration to put before this Court certain evidence that bears upon the legal issues raised by the proposed Class Representatives. I have personal knowledge of the facts set forth herein.

2. On July 22, 2004 the proposed Class Representatives filed Certifications pursuant to the federal securities laws. A true and correct copy of these certifications are attached as Exhibits 1, 2 and 3.

3. On October 26, 2005, defendants took the deposition of James Klein, representative of the Greater Pennsylvania Carpenters Pension Fund. A true and correct copy of the transcript from that deposition is annexed hereto as Exhibit 4.

4. On November 4, 2005, defendants took the deposition of Harry R. Dow, IV, representative of the Massachusetts State Guaranteed Annuity Fund and the Massachusetts State Carpenters Pension Fund. A true and correct copy of the transcript from that deposition is annexed hereto as Exhibit 5.

5. On November 8, 2005, defendants took the deposition of Edward Antoian, representative of Chartwell Investment Partners, Inc. ("Chartwell"). A true and correct copy of the transcript from that deposition is annexed hereto as Exhibit 6.

6. During the course of discovery in this action, the proposed Class Representatives produced Investment Policy Statements, Investment Manager Agreements and Bank Notification Letters.

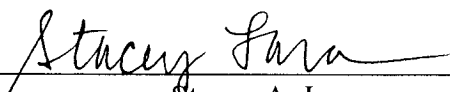
7. A true and correct copy of the proposed Class Representatives' Investment Manager Agreements are annexed hereto as Exhibits 7, 8 and 9.

8. A true and correct copy of the proposed Class Representatives' Investment Policy Statements are annexed hereto as Exhibits 10, 11 and 12.

9. A true and correct copy of the Bank Notification Letters are annexed hereto as Exhibits 13, 14 and 15.

I declare under penalty of perjury under the laws of the state of New York that the foregoing is true and correct, and that this declaration is executed on November 18, 2005 at New York, New York.

Dated: November 18, 2005



Stacey A. Lara
(admitted *pro hac vice*)